

HooverSlovacek^{LLP}

Attorneys at Law

P.O. Box 4547
Houston, TX 77210
713-977-8686

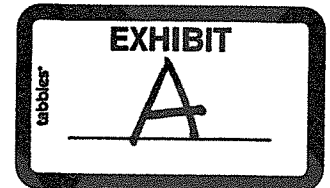
May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340082 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00001

RE: General

Beginning Trust Balance \$50,000.00



PROFESSIONAL SERVICES RENDERED

05/30/13	DCB	0.50 hrs	275.00 /hr	137.50
	Confer with Mr. Rothberg regarding new matter and initial SEC search.			
05/30/13	KJM	1.50 hrs	130.00 /hr	195.00
	UCC lien research (0.5). Begin researching company for Chapter 11 (1.0).			
05/30/13	ELR	1.00 hrs	400.00 /hr	400.00
	Multiple revisions to the Chapter 11 petition.			
05/30/13	ELR	3.00 hrs	400.00 /hr	1,200.00
	Lengthy conference calls with client and research relative to venue of Chapter 11 case.			
05/30/13	ELR	2.50 hrs	400.00 /hr	1,000.00
	Lengthy conference calls with litigators to coordinate removal of various pending state court cases and the filing of suggestions of bankruptcy.			
05/30/13	ELR	2.00 hrs	400.00 /hr	800.00
	Lengthy conference calls with client and corporate counsel to discuss benefits of Chapter 11 filing.			
05/30/13	MMH	0.40 hrs	285.00 /hr	114.00
	Office conference and email with Ms. Krasoff regarding drafting extension of deadline to file schedules.			
05/30/13	MMH	1.50 hrs	285.00 /hr	427.50
	Review Secretary of State records for information relevant to client's business.			
05/30/13	MMH	3.00 hrs	285.00 /hr	855.00

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		suggestion of bankruptcy in case on appeal.			
05/31/13	MMH		0.40 hrs	285.00 /hr	114.00
		Cursory review of services agreement from Epiq.			
05/31/13	MMH		1.00 hrs	285.00 /hr	285.00
		Begin drafting motion to limit notice.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Review information from Broadridge regarding shareholder list.			
05/31/13	MMH		0.30 hrs	285.00 /hr	85.50
		Review and respond to email from Mr. Pratt regarding background information.			
05/31/13	MMH		0.40 hrs	285.00 /hr	114.00
		Various email with Ms. Donovan regarding shareholder list.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Various email and phone conference with client regarding utilities.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Office conference and email with Ms. Mayle regarding shareholder issues.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Review various comments and revisions to background information.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Various email and phone conference with client regarding general bankruptcy issues.			
05/31/13	MMH		0.50 hrs	285.00 /hr	142.50
		Various phone conferences with representative at EPIQ regarding noticing services.			
05/31/13	KJM		1.00 hrs	130.00 /hr	130.00
		Email discussions regarding stock lists.			
05/31/13	KJM		1.00 hrs	130.00 /hr	130.00
		Prepare for and attend conference with Epiq regarding noticing.			

TOTAL FEES FOR THIS MATTER	\$10,510.00
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EXPENSES

	<u>Pages</u>	<u>Amount</u>
05/30/13 Lexis-Nexis Online Research		7.52
05/31/13 Filing Fee		13.29
05/31/13 Filing Fee		13.29
05/31/13 Filing Fee		13.29
05/31/13 Filing Fee		13.29

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05/31/13	Filing Fee	13.29
05/31/13	Court Copies (851191-17)	2.50
05/31/13	Court Copies	35.25
05/31/13	Postage Expense	193.53
05/31/13	Research Fee-Secretary of State	1.00
TOTAL EXPENSES FOR THIS MATTER		<u>\$306.25</u>

BILLING SUMMARY:

DCB	Brown, Deirdre C.	2.00 hrs @	\$275.00 /hr	\$550.00
AEC	Catmull, Annie E.	1.00 hrs @	\$320.00 /hr	\$320.00
MMH	Haselden, Melissa A.	14.50 hrs @	\$285.00 /hr	\$4,132.50
MSK	Krasoff, Mazelle S.	4.50 hrs @	\$185.00 /hr	\$832.50
KJM	Mayle, Kathy J.	5.50 hrs @	\$130.00 /hr	\$715.00
ELR	Rothberg, Edward L.	9.90 hrs @	\$400.00 /hr	\$3,960.00
FEE RECAP TOTALS		<u>37.40 hrs</u>		<u>\$10,510.00</u>

TOTAL FEES \$10,510.00

TOTAL EXPENSES \$306.25

TOTAL CHARGES FOR THIS BILL \$10,816.25

Beginning Trust Balance: \$50,000.00
 Trust Transferred to this Invoice: \$0.00
 Ending Trust Balance: \$50,000.00

Federal ID# 76-0381346
 Please Indicate Invoice Number on Your Check

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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340083 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00002

RE: Schedules & Statement, 341, MORS

PROFESSIONAL SERVICES RENDERED

05/31/13	ELR	0.10 hrs	400.00 /hr	40.00
	Review and revise 20 largest creditor list.			
05/31/13	KJM	0.20 hrs	130.00 /hr	26.00
	Confer with Mr. Rothberg regarding periodic reporting.			
05/31/13	KJM	0.50 hrs	130.00 /hr	65.00
	Review cases as to parties for service.			
05/31/13	KJM	0.20 hrs	130.00 /hr	26.00
	Emails with American Stock & Transfer regarding stockholders list.			
05/31/13	KJM	0.50 hrs	130.00 /hr	65.00
	Prepare 20 largest creditors list.			
05/31/13	KJM	1.00 hrs	130.00 /hr	130.00
	Work on Schedules D and F, listing of creditors.			
05/31/13	MSK	0.60 hrs	185.00 /hr	111.00
	Reviewed and revised the Motion to Extend the deadline for schedules and statements to include needing additional time for the list of equity holders.			
05/31/13	MSK	1.10 hrs	185.00 /hr	203.50
	Drafted the Motion to Extend the Deadline to File Schedules and Statement of Financial Affairs, and proposed order.			
05/31/13	MSK	0.70 hrs	185.00 /hr	129.50
	Drafted the 2016B Statement, and filed the same.			

TOTAL FEES FOR THIS MATTER

\$796.00

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BILLING SUMMARY:

MSK	Krasoff, Mazelle S.	2.40 hrs @	\$185.00 /hr	\$444.00
KJM	Mayle, Kathy J.	2.40 hrs @	\$130.00 /hr	\$312.00
ELR	Rothberg, Edward L.	0.10 hrs @	\$400.00 /hr	\$40.00
FEE RECAP TOTALS		4.90 hrs		<u>\$796.00</u>

TOTAL FEES \$796.00

TOTAL CHARGES FOR THIS BILL \$796.00

Federal ID# 76-0381346

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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340084 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00003

RE: Professionals

PROFESSIONAL SERVICES RENDERED

05/31/13	MMH	0.40 hrs	285.00 /hr	114.00
	Review and revise affidavit in support of application to employ Hoover Slovacek.			
05/31/13	MMH	0.50 hrs	285.00 /hr	142.50
	Review and revise application to employ Hoover Slovacek.			
05/31/13	MSK	0.70 hrs	185.00 /hr	129.50
	Reviewed and revised the Application to Employ Hoover Slovacek.			
05/31/13	MSK	1.30 hrs	185.00 /hr	240.50
	Drafted the affidavit and the proposed order for the application to employ Hoover Slovacek.			
TOTAL FEES FOR THIS MATTER				<u>\$626.50</u>

BILLING SUMMARY:

MMH	Haselden, Melissa A.	0.90 hrs @	\$285.00 /hr	\$256.50
MSK	Krasoff, Mazelle S.	2.00 hrs @	\$185.00 /hr	<u>\$370.00</u>
	FEE RECAP TOTALS	2.90 hrs		\$626.50
TOTAL FEES				\$626.50
TOTAL CHARGES FOR THIS BILL				<u>\$626.50</u>

Client-	851191 00003	Bill # 340084	PAGE	2
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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
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San Antonio, TX 78229

INVOICE #: 340085 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00011

RE: DIP Financing

PROFESSIONAL SERVICES RENDERED

05/30/13	ELR	1.50 hrs	400.00 /hr	600.00
	Lengthy conference calls with client and potential DIP Lenders to discuss terms of DIP financing.			
05/30/13	MMH	0.70 hrs	285.00 /hr	199.50
	Begin drafting Motion to Approve DIP Financing.			
05/31/13	ELR	0.20 hrs	400.00 /hr	80.00
	Review and comment on background section for DIP motion.			
05/31/13	ELR	0.20 hrs	400.00 /hr	80.00
	Review and comment DIP Loan agreement.			
05/31/13	MMH	0.50 hrs	285.00 /hr	142.50
	Various email and phone conference with client pertaining to DIP motion.			
05/31/13	MMH	1.00 hrs	285.00 /hr	285.00
	Continue drafting Motion to Approve DIP Financing.			
05/31/13	MMH	1.00 hrs	285.00 /hr	285.00
	Draft secured DIP Promissory Note for Hurley Fairview loan.			
05/31/13	MMH	1.00 hrs	285.00 /hr	285.00
	Draft secured DIP Promissory Note for Riverstone Capital loan.			

TOTAL FEES FOR THIS MATTER	\$1,957.00
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BILLING SUMMARY:

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MMH	Haselden, Melissa A.	4.20 hrs @	\$285.00 /hr	\$1,197.00
ELR	Rothberg, Edward L.	1.90 hrs @	\$400.00 /hr	\$760.00
FEE RECAP TOTALS		6.10 hrs		<u>\$1,957.00</u>

TOTAL FEES \$1,957.00

TOTAL CHARGES FOR THIS BILL \$1,957.00

Federal ID# 76-0381346

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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340086 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00013

RE: Digerati v. Sonfield Litigation

PROFESSIONAL SERVICES RENDERED

05/30/13	SKR	0.70 hrs	110.00 /hr	77.00	
					Review emails and documents from client and review, revise, file and serve Suggestion of Bankruptcy in Digerati Technologies v Sonfield and Sonfield, et al., Cause No. 2013-06483, In the 281st Judicial District Court for Harris County, Texas.
05/30/13	MSK	0.60 hrs	185.00 /hr	111.00	
					Drafted the Suggestion of Bankruptcy in the Sonfield case.
05/31/13	MSK	0.80 hrs	185.00 /hr	148.00	
					Drafted the Suggestion of Bankruptcy to be filed in the 14th Court of Appeals.
05/31/13	LKW	1.30 hrs	100.00 /hr	130.00	
					Pulled case information from Harris County District Clerk for notices of removal.
05/31/13	DCB	2.00 hrs	275.00 /hr	550.00	
					Draft motion to transfer venue.
TOTAL FEES FOR THIS MATTER				\$1,016.00	

BILLING SUMMARY:

DCB	Brown, Deirdre C.	2.00 hrs @	\$275.00 /hr	\$550.00
MSK	Krasoff, Mazelle S.	1.40 hrs @	\$185.00 /hr	\$259.00
SKR	Ray, Samantha K.	0.70 hrs @	\$110.00 /hr	\$77.00
LKW	Welborn, Lorna K.	1.30 hrs @	\$100.00 /hr	\$130.00
FEE RECAP TOTALS		5.40 hrs		\$1,016.00

Client- 851191 00013 Bill # 340086 PAGE 2

TOTAL FEES	\$1,016.00
TOTAL CHARGES FOR THIS BILL	<hr/> \$1,016.00

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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340087 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00014

RE: Digerati v. Oleum Capital Litigation

PROFESSIONAL SERVICES RENDERED

05/30/13	SKR	0.70 hrs	110.00 /hr	77.00
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Review emails and documents from client and review, revise, file and serve
Suggestion of Bankruptcy in Digerati Technologies v Oleum Capital LLC, Case
No. 2:13-cv-00191-GMN-VCF, In the U.S. District Court for the District of
Nevada.

05/30/13	MSK	0.60 hrs	185.00 /hr	111.00
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Drafted the Suggestion of Bankruptcy in the Digerati vs. Oleum Capital Case.

TOTAL FEES FOR THIS MATTER	<u>\$188.00</u>
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BILLING SUMMARY:

MSK	Krasoff, Mazelle S.	0.60 hrs @	\$185.00 /hr	\$111.00
SKR	Ray, Samantha K.	0.70 hrs @	\$110.00 /hr	\$77.00
FEE RECAP TOTALS		1.30 hrs		<u>\$188.00</u>

TOTAL FEES	<u>\$188.00</u>
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TOTAL CHARGES FOR THIS BILL	<u>\$188.00</u>
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Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340088 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00015

RE: Rhodes Holdings v. Gorham Litigation

PROFESSIONAL SERVICES RENDERED

05/30/13	SKR	0.70 hrs	110.00 /hr	77.00
	Review emails and documents from client and review, revise, file and serve the Suggestion of Bankruptcy in Rhodes Holdings, et al v Gorham, et al., Cause No. 2013-CI-02253, In the 258th District Court for Bexar County, Texas.			
05/30/13	MSK	0.60 hrs	185.00 /hr	111.00
	Drafted the Suggestion of Bankruptcy in the Rhodes case.			
05/31/13	MSK	0.20 hrs	185.00 /hr	37.00
	Emailed the file stamped Bexar County Suggestion of Bankruptcy to the clients and state court attorneys.			
05/31/13	MSK	0.40 hrs	185.00 /hr	74.00
	Reviewed and revised the Suggestion of Bankruptcy to file in Bexar County, and filed the same.			
05/31/13	DCB	0.50 hrs	275.00 /hr	137.50
	Review notice of removal of Bexar County case and all related state court proceedings filed with same.			

TOTAL FEES FOR THIS MATTER	\$436.50
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BILLING SUMMARY:

DCB	Brown, Deirdre C.	0.50 hrs @	\$275.00 /hr	\$137.50
MSK	Krasoff, Mazelle S.	1.20 hrs @	\$185.00 /hr	\$222.00
SKR	Ray, Samantha K.	0.70 hrs @	\$110.00 /hr	\$77.00
	FEE RECAP TOTALS	2.40 hrs		\$436.50

Client- 851191 00015 Bill # 340088 PAGE 2

TOTAL FEES	\$436.50
TOTAL CHARGES FOR THIS BILL	<hr/> \$436.50

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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340089 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00016

RE: Sonfield v. Albeck Litigation

PROFESSIONAL SERVICES RENDERED

05/30/13	SKR	0.70 hrs	110.00 /hr	77.00
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Review emails and documents from client and review, revise, file and serve the Suggestion of Bankruptcy in Robert Sonfield, Jr. v Albeck, et al., Cause No. 2013-05429, In the 129th Judicial District Court for Harris County, Texas.

05/30/13	MSK	0.60 hrs	185.00 /hr	111.00
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Drafted Suggestion of Bankruptcy in the Sonfield v. Albeck case.

TOTAL FEES FOR THIS MATTER	<u>\$188.00</u>
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BILLING SUMMARY:

MSK	Krasoff, Mazelle S.	0.60 hrs @	\$185.00 /hr	\$111.00
SKR	Ray, Samantha K.	0.70 hrs @	\$110.00 /hr	\$77.00
FEE RECAP TOTALS		1.30 hrs		<u>\$188.00</u>

TOTAL FEES	<u>\$188.00</u>
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TOTAL CHARGES FOR THIS BILL	<u>\$188.00</u>
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May 31, 2013

Digerati Technologies, Inc.
Attn: Art Smith
3463 Magic Drive, Ste. 259
San Antonio, TX 78229

INVOICE #: 340090 ELR
Billed through: May 31, 2013
Client/Matter #: 851191 00017

RE: Recap Marketing v. Jaclin Litigation

PROFESSIONAL SERVICES RENDERED

05/30/13	SKR	0.70 hrs	110.00 /hr	77.00
	Review emails and documents from the client and review, revise, file and serve the Suggestion of Bankruptcy in Recap Marketing v Jaclin, et al, Cause No. 2013-04580 in the 157th Judicial District Court for Harris County, Texas.			
05/30/13	MSK	0.60 hrs	185.00 /hr	111.00
	Drafted the Suggestion of Bankruptcy in the Recap Marketing Case.			
TOTAL FEES FOR THIS MATTER				\$188.00

BILLING SUMMARY:

MSK	Krasoff, Mazelle S.	0.60 hrs @	\$185.00 /hr	\$111.00
SKR	Ray, Samantha K.	0.70 hrs @	\$110.00 /hr	\$77.00
	FEE RECAP TOTALS	1.30 hrs		\$188.00
TOTAL FEES				\$188.00
TOTAL CHARGES FOR THIS BILL				\$188.00

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